IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY PETITION NO.904 OF 2005
CONNECTED WITH
COMPANY APPLICATION NO.700 OF 2005

In the matter of the Companies Act, 1956 :

And

In the matter of Section 391 to 394 of the Companies Act, 1956 ;

And

In the matter of Colour-Chem Ltd.

And

In the matter of Scheme of Amalgamation between Clariant (India) Ltd., Vanavil Dyes and Chemicals Ltd., BTP India Pvt. Ltd. and Kundalika Investments Ltd. with Colour- Chem Ltd.

Kundalika Investment Ltd. ....Petitioner

Mr.Rishabh Shah i/b M/s.Crawford Bayley & Co. for the Petitioners.

Mr.C.J. Joy with Mr.R.C. Master & Mr.M.M. Goswami i/b Dr.T.C. Kaushik for Regional Director, Department of Company Affairs Maharashtra, Mumbai.

CORAM : S.J. VAZIFDAR, J.
DATED : 24TH FEBRUARY, 2006.

P.C. :

1. The Petition is filed seeking sanction of a scheme of amalgamation between the Petitioner i.e. the

transferee company and Colour-Chem Ltd. and Clariant (India) Ltd., i.e. the transferor companies. The requirements and procedures have been complied with.

2. The Regional Director in his affidavit stated that the scheme is not prejudicial to the interest of the creditors and the shareholders. The order however is subject to the transferee company complying with the provisions of the Companies Act under Sections 21 and 23 regarding change in name, and of Sections 97 and 18.

3. The Petition is made absolute in terms of prayers (a) to (h).

4. Costs of the Regional Director fixed at Rs.2500/-.

. Filing of the drawn up order is dispensed with.

. Certified copy expedited.